

MEXICO FUND INC
Form SC 13G
February 08, 2007

SCHEDULE 13G

CUSIP No: 592835102

1)NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: Lazard Asset Management LLC

2)CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)

3)SEC USE ONLY

4)CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5)SOLE VOTING POWER: 1,137,144

6)SHARED VOTING POWER: -

7)SOLE DISPOSITIVE POWER: 1,137,144

8)SHARED DISPOSITIVE POWER: -

9)AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 1,137,144

10)CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11)PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9): 7.09%

12)TYPE OF REPORTING PERSON: IA

Item 1(a). Name of Issuer:

Mexico Fund Inc

Item 1(b). Address of Issuer's Principal Executive Offices:

The Mexico Fund

1775 I Street NW

Washington, DC 20006-2401

Item 2(a). Name of Person Filing:

Lazard Asset Management LLC

Item 2(b). Address of Principal Business Office or, if None, Residence:

30 Rockefeller Plaza

New York, New York 10112

Item 2(c):Citizenship:

Delaware Limited Liability Company

Item 2(d):Title of Class of Securities:

Closed-End Fund

Item 2(e):CUSIP Number:

592835102

Item 3:If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

o

(a) Broker or Dealer Registered Under Section 15 of the Act

◆ (e) Investment Adviser registered under section 203 of the Investment Advisers Act of 1940

Item 4: Ownership.

(a)Amount beneficially owned: 1,137,144

(b)percent of class: 7.09%

(c)Number of shares as to which such person has:

(i)Sole power to vote or to direct the vote: 1,137,144

(ii)Shared power to vote or to direct the vote:-

(iii)Sole power to dispose or to direct the disposition of: 1,137,144

(iv)Shared power to dispose or to direct the disposition of:-

Item 5:Ownership of Five Percent or Less of a Class:

Not applicable

Item 6:Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7:Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable

Item 8: Identification and Classification of Members of the Group:

Not applicable

Item 9: Notice of Dissolution of Group:

Not applicable

Item 10: Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Date: January 31, 2007

Brian Kawakami

Chief Compliance Officer

-left-width: 1; border-right-width: 1; border-bottom-width: 1">1. Title of Security
(Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Code
(Instr. 8) 4. Securities Acquired (A) or Disposed of (D)
(Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)
(Instr. 3 and 4) 6. Ownership Form: Direct (D) or Indirect (I)
(Instr. 4) 7. Nature of Indirect Beneficial Ownership
(Instr. 4) Code V Amount (A) or (D) Price Common Stock 10/23/2006 S 13,286 D \$ 5.92 2,493,411 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/23/2006 S 8,331 D \$ 5.91 2,485,080 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/23/2006 S 178,383 D \$ 5.9 2,306,697 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/24/2006 S 887 D \$ 6.07 2,305,810 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/24/2006 S 1,100 D \$ 6.06 2,304,710 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/24/2006 S 7,213 D \$ 6.05 2,297,497 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/24/2006 S 15,815 D \$ 6.02 2,281,682 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/24/2006 S 109,985 D \$ 6 2,171,697 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 42,100 D \$ 6.35 2,129,597 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 6,027 D \$ 6.33 2,123,570 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 2,800 D \$ 6.32 2,120,770 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 15,673 D \$ 6.31 2,105,097 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 63,400 D \$ 6.3 2,041,697 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 100 D \$ 6.28 2,041,597 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 6,000 D \$ 6.27 2,035,597 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 6,500 D \$ 6.26 2,029,097 ⁽¹⁾ I NexGen Technologies, L.L.C. Common Stock 10/25/2006 S 57,400 D \$ 6.25 1,971,697 ⁽¹⁾ I NexGen Technologies, L.L.C.

Edgar Filing: MEXICO FUND INC - Form SC 13G

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OROS DAVID S C/O AETHER HOLDINGS 611 E. PRATT STREET, SUITE 601 BALTIMORE, MD 21202	X			

Signatures

/s/ David S.
Oros 10/25/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These shares were sold pursuant to the terms of the Rule 10b5-1 trading plan that NexGen Technologies, L.L.C. entered into on (1) September 21, 2006, and which was disclosed by the Issuer on Form 8-K filed with the Securities and Exchange Commission on September 22, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.